

# UTAH COUNTIES INSURANCE POOL

## BOARD OF TRUSTEES MEETING

Friday, October 15, 2010, 12:00 p.m.

UCIP Offices, 10980 S. Jordan Gateway, South Jordan

## AGENDA

12:00 Lunch Provided

12:30 Call to Order Steve Wall

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### ITEM ACTION

- |    |  |                |
|----|--|----------------|
| 1  | Review/Excuse Board Members Absent   | Steve Wall     |
| 2  | Review/Approve September 23, 2010 Meeting Minutes  | Karla Johnson  |
| 3  | Ratification and Approval of Payments and Credit Card Transactions   | Karla Johnson  |
| 4  | Review/Approve Amended Bylaws: Nominating Process  | Johnnie Miller |
| 5  | Review/Approve Amended Bylaws: Lines of Coverage   | Johnnie Miller |
| 6  | Review/Approve Securities Exclusion Endorsement  | Johnnie Miller |
| 7  | Set Date and Time for Closed Meeting<br>to Discuss Character, Professional Competence, Physical/Mental Health of an Individual | Steve Wall     |
| 8  | Action on Personnel Matters  | Steve Wall     |
| 9  | Set Date and Time for Closed Meeting<br>to Discuss Pending or Reasonably Imminent Litigation                                   | Steve Wall     |
| 10 | Action on Litigation Matters   | Kent Sundberg  |
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### INFORMATION

- |    |                                  |                |
|----|----------------------------------|----------------|
| 11 | Trustee Assignments for AGRIP    | Steve Wall     |
| 12 | Chief Executive Officer's Report | Johnnie Miller |
| 13 | Loss Control Manager's Report    | Mark Brady     |
| 14 | Other Business                   | Steve Wall     |





Utah Counties Insurance Pool  
*Supporting Your Goals Since 1992*

## BOARD OF TRUSTEES MEETING MINUTES

October 15, 2010, 12:30 p.m.  
UCIP Offices, South Jordan, UT

### BOARD MEMBERS PRESENT

Steve Wall, *Secretary-Treasurer*, Sevier County Clerk-Auditor  
Bruce Adams, San Juan County Commissioner  
Brad Dee, Weber County Human Resources Director  
Jim Eardley, Washington County Commissioner  
LaMar Guymon, Emery County Sheriff  
Gerald Hess, Davis County Deputy Attorney  
Jerry Hurst, Tooele County Commissioner  
Karla Johnson, Kane County Clerk-Auditor  
Wayne Smith, Iron County Commissioner  
Kent Sundberg, Utah County Deputy Attorney  
Steve White, Utah County Commissioner

### BOARD MEMBERS ABSENT

Ken Bischoff, *Vice President*, Weber County Commissioner

### ELECTRONIC MEETING

Kay Blackwell, *President*, Piute County Commissioner

### OTHERS PRESENT

Mark Brady, UCIP Loss Control Manager  
Johnnie Miller, UCIP Chief Executive Officer  
Sonya White, UCIP Manager of Administration

### Call to Order

The President and Vice President were unable to participate at the meeting location. Therefore, Kay Blackwell requested that the Secretary-Treasurer, Steve Wall, Chair this meeting. Steve White made a motion to appoint Steve Wall to chair this meeting. Wayne Smith seconded the motion, which passed unanimously. Steve Wall called this meeting of the Utah Counties Insurance Pool Board of Trustees to order at 12:30 p.m. on October 15, 2010 and welcomed those in attendance.

### Review/Excuse Board Members Absent

Steve White made a motion to excuse Ken Bischoff, who had a budget hearing, from this meeting. Jerry Hurst seconded the motion, which passed unanimously.

### Approve September 23 Meeting Minutes

The minutes of the Board of Trustees meeting held September 23, 2010 were previously sent to the Board Members for review. Karla Johnson made a motion to approve the September 23, 2010 meeting minutes as written. Gerald Hess seconded the motion, which passed unanimously.

### Ratification and Approval of Payments and Credit Card Transactions

Karla Johnson reviewed the payments made, payments to be made (see attachment number one) and credit card transactions with the Board. Karla Johnson made a motion to approve the payments made, payments to be made and credit card transactions. Steve White seconded the motion, which passed unanimously.

#### **Review/Approve Amended Bylaws: Nominating Process**

As directed by the Board of Trustees at its September 23, 2010 meeting, Johnnie Miller added the nominating process back into the Bylaws Article 5.1 (see attachment number two). Karla Johnson made a motion to approve the Amended Bylaws to include the Nominating Process. Wayne Smith seconded the motion, which passed unanimously.

#### **Review/Approve Amended Bylaws: Lines of Coverage**

As directed by the Board of Trustees at its September 23, 2010 meeting, Johnnie Miller added language to the Bylaws under Article 4 for classification of member types and under Article 8 for lines of coverage (see attachment number three). Jim Eardley made a motion to approve the Amended Bylaws to include classification of member types and lines of coverage. Karla Johnson seconded the motion, which passed unanimously.

#### **Review/Approve Securities Exclusion Endorsement**

Johnnie Miller reviewed Endorsement No. 21, Exclusion and Limited Coverage for Securities Claims, with the Board (see attachment number four). Steve White made a motion directing the Litigation Management Committee to review Endorsement No. 21 and report to the Board at its next meeting. Karla Johnson seconded the motion, which passed unanimously.

#### **Set Date and Time for Closed Meeting**

Steve White made a motion to set the date and time for a closed meeting to discuss character, professional competence, physical/mental health of an individual for 12:44 p.m. on October 15, 2010. Jerry Hurst seconded the motion, which passed unanimously. Board Members present at the closed meeting were: Steve Wall, Bruce Adams, Brad Dee, Jim Eardley, LaMar Guymon, Gerald Hess, Jerry Hurst, Karla Johnson, Wayne Smith, Kent Sundberg and Steve White. Board Member joining via telephonic conference was: Kay Blackwell. Johnnie Miller was also present.

The regular meeting resumed at 12:50 p.m. on October 15, 2010.

#### **Action on Personnel Matters**

Karla Johnson made a motion to approve the increase in UCIP Employee Benefits as presented by Brad Dee, Personnel Committee Chair. LaMar Guymon seconded the motion, which passed unanimously.

#### **Set Date and Time for Closed Meeting**

Kent Sundberg made a motion to set date and time for a closed meeting to discuss pending or reasonably imminent litigation at 12:55 p.m. on October 15, 2010. Bruce Adams seconded the motion, which passed unanimously. Board Members present at the closed meeting were: Steve Wall, Bruce Adams, Brad Dee, Jim Eardley, LaMar Guymon, Gerald Hess, Jerry Hurst, Karla Johnson, Wayne Smith, Kent Sundberg and Steve White. Board Member joining via telephonic conference was: Kay Blackwell. Mark Brady, Johnnie Miller and Sonya White were also present. During discussions relating to Weber County claims, Brad Dee was excused from the meeting.

The regular meeting resumed at 1:15 p.m. on October 15, 2010.

#### **Action on Litigation Matters**

Kent Sundberg made a motion authorizing settlement authority up to an amount of \$50,000 in the matter of WEB0002282008. Ken Bischoff seconded the motion, which passed. Brad Dee abstained.

Kent Sundberg made a motion authorizing settlement authority up to an amount of \$50,000 in the event mediation is unsuccessful in the matter of DUC0000202004. LaMar Guymon seconded the motion, which passed unanimously.

Kent Sundberg made a motion authorizing payment of \$250,000 in the matter of MOR0000302010. Jim Eardley seconded the motion, which passed unanimously.

Kent Sundberg made a motion to amend the Coverage Addendum to increase the Land Use sublimit from \$25,000 per claim to \$35,000. Steve White seconded the motion, which passed unanimously.

### Trustee Assignments for AGRIP

Board Members registered for the AGRIP Governance Conference were assigned sessions to attend so that a report can be given at the next Board Meeting.

### Chief Executive Officer's Report

Johnnie Miller reported that he attended the County Reinsurance Limited (CRL) Membership Meeting in Vermont where it was reported that liability rates for 2011 will remain stable. Johnnie had an opportunity to meet with Phil Bell to discuss the cost of increasing the excess liability limits and flood and earthquake limits for UCIP members. They also discussed the possibility of UCIP contributing additional capital into CRL to earn additional investment income at a rate of four-five percent.

Johnnie reported that CRL just completed an audit on 27 of UCIP's liability claims. Based on adequacy of reserving, litigation management and reporting to the excess carriers, UCIP received a 95% rating. This is very commendable and helps with the Pool's excess underwriting and rating.

Johnnie reported that he met with the Summit County Manager and Attorney. Summit County approached the Pool and is interested in membership. The County will be providing the information necessary for the Pool to provide a proposal for membership.

Johnnie reported that he met with the Workers Compensation Fund (WCF) Advisory Committee where they reported bringing in new products and services. Johnnie will be meeting with the WCF underwriting department to assure these products and services are in line with governmental pooling.

The Board directed Johnnie to request proposals for auditing and actuarial services every five years. Therefore, services provided by Larson & Rosenberger and By The Numbers will continue through 2011.

Johnnie reported that UCIP staff has been providing additional services to meet the requirements of the State Community Impact Fund Board on building projects of members as well as placing builders risk coverage. Staff will work with members to become involved earlier in the process during these projects.

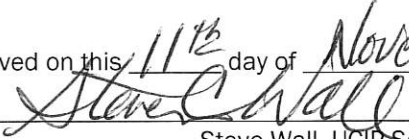
Johnnie reported that he continues to analyze the budget impact for an in-house counsel, search for a new realtor for the Sandy property, work on the listing for the limited appraisal projects and will meet with staff of Davis County the week of October 25 relating to the property deductible.

### Loss Control Manager's Report

Mark Brady reported that he has completed ten member risk evaluations and will finish the remaining 16 by December. Mark is performing inspections of county owned properties and going through losses and goals with the Insurance Coordinators and Risk Managers. Mark is also scheduling any training needed during his reviews. After the election, training is being scheduled for the new Sheriffs.

### Other Business

The next meeting of the Board of Trustees is scheduled for November 11, 2010 at 6:00 p.m. in Washington County.

Approved on this 11<sup>th</sup> day of November 2010  
  
Steve Wall, UCIP Secretary-Treasurer





# Utah Counties Insurance Pool

## Payments

September 24 - October 15, 2010

Type	Date	Num	Name	Memo	Amount
<b>ML Expense</b>					
Liability Check	9/29/2010		QuickBooks Payroll Service	Created by Payroll Services on 09/23/2010	-13,467.63
Liability Check	10/14/2010		QuickBooks Payroll Service	Created by Payroll Services on 10/08/2010	-13,458.23
Liability Check	9/30/2010	ONLINE	United States Treasury	EFT ACKNOWLEDGEMENT NUMBER: 270067300377752	-4,514.62
Liability Check	9/30/2010	ONLINE	Utah Retirement Systems	Unit No: 864 (SEPT 2010)	-6,694.56
Liability Check	9/30/2010	ONLINE	Nationwide Retirement Solutions	Entity: 644013	-2,115.34
Liability Check	10/15/2010	ONLINE	United States Treasury	EFT ACKNOWLEDGEMENT NUMBER: 270068700100232	-4,514.72
Check	9/24/2010	VISA	Wells Fargo	Account Number: 4856 2002 0633 9635	-196.75
Check	9/24/2010	VISA	Wells Fargo	Expense Reimbursement	-769.87
Check	9/24/2010	5706	Johnnie R. Miller	Account Number: 4856 2002 0646 9796	-345.50
Liability Check	9/30/2010	5707	Utah State Tax Commission	Account ID: 12327158003WTH	-1,707.52
Check	9/30/2010	5708	PEHP-LTD	Coverage Period: September 2010	-236.14
Check	9/30/2010	5709	Ken Bischoff	Expense Reimbursement	-536.30
Check	9/30/2010	5710	Brad Dee	Expense Reimbursement	-459.90
Check	9/30/2010	5711	Kay Blackwell	Expense Reimbursement	-330.00
Check	9/30/2010	5712	Jerry Hurst	Expense Reimbursement	-96.00
Check	9/30/2010	5713	Bruce Adams	Expense Reimbursement	-305.35
Check	9/30/2010	5714	Kent Sundberg	Mileage Reimbursement	-40.00
Check	9/30/2010	5715	Gerald Hess	Mileage Reimbursement	-32.00
Check	9/30/2010	5716	Jim Eardley	Mileage Reimbursement	-300.00
Check	9/30/2010	5717	Steven Wall	Mileage Reimbursement	-147.00
Check	9/30/2010	5718	Office Depot	VOID: Invoice Number: 533437295001	0.00
Bill Pmt -Check	9/30/2010	5719	Paetec	VOID: Invoice Number: 1506607	0.00
Bill Pmt -Check	9/30/2010	5720	Tri-Tel Communications, Inc.	Invoice Number: 150407	-104.00
Bill Pmt -Check	9/30/2010	5721	Western AgCredit	Invoice Number: 10-2010	-10,788.00
Bill Pmt -Check	10/1/2010	5722	Paetec	Invoice Number: 1506607	-682.59
Liability Check	10/8/2010	5723	Sirius Consulting Group, LLC	Invoice: October (UCIP 1076) 442915	-614.69
Check	10/8/2010	5724	Johnnie R. Miller	Expense Reimbursement	-285.00
Check	10/8/2010	5725	Mark W. Brady	Expense Reimbursement	-1,988.00
Liability Check	10/8/2010	5726	Opticare of Utah	Invoice Number: 994	-70.38
Bill Pmt -Check	10/8/2010	5727	Arthur J. Gallagher & Co.	Invoice Number: 93181	-20,414.00
Bill Pmt -Check	10/8/2010	5728	AGRIP	Invoice Number: 10G-02378	-5,015.00
Bill Pmt -Check	10/8/2010	5729	Arthur J. Gallagher & Co.	Invoice Number: 93198	-3,496.85
Bill Pmt -Check	10/8/2010	5730	CodeCo Law Publishers	Invoice Number: B07574	-249.00
Bill Pmt -Check	10/8/2010	5731	Doubletree Hotel Nashville	AGRIP Governance & Leadership Accommodations	-7,512.48
Bill Pmt -Check	10/8/2010	5732	Huddard Floral Company	Invoice Number: 944819	-79.95
Bill Pmt -Check	10/8/2010	5733	Office Depot	Invoice Number: 535804245001	-81.77
Bill Pmt -Check	10/8/2010	5734	PATC	Invoice Number: ALC10349	-600.00
Bill Pmt -Check	10/8/2010	5735	RCI Appraisal Company	Invoice Number: 10406	-5,000.00
Bill Pmt -Check	10/8/2010	5736	Revco Leasing Company, LLC	Invoice Number: 247742	-917.10
Bill Pmt -Check	10/8/2010	5737	State of UT Dept of Workforce Services	Account No: R 2-423713-0	-1,804.00
Bill Pmt -Check	10/8/2010	5738	Arthur J. Gallagher & Co.	Invoice Number: 93182	-5,185.00
Check	10/15/2010	5739	Steven Wall	Expense Reimbursement	-300.00
Check	10/15/2010	5740	Steve White	Expense Reimbursement	-132.00
Check	10/15/2010	5741	Wayne Smith	Expense Reimbursement	-432.10
Check	10/15/2010	5742	Sonya J. White	Expense Reimbursement	-132.00
Bill Pmt -Check	10/15/2010	5743	Arthur J. Gallagher & Co.	Invoice Number: 93356	-3,100.00
Bill Pmt -Check	10/15/2010	5744	Utah Association of Counties	Invoice Number: 20140	-3,315.00
Total ML Expense					-122,566.34

**TOTAL**

**-122,566.34**





## **AMENDED BYLAWS FOR THE UTAH COUNTIES INSURANCE POOL**

These Amended Bylaws are adopted by the Board of Trustees of the Utah Counties Insurance Pool ("Pool") and entered into by and among Members of the Pool, each of which hereby agrees to abide by the terms and conditions of these Amended Bylaws and all actions taken pursuant hereto.

### **ARTICLE 1. Authority.**

- 1.1 These Bylaws are amended pursuant to the provisions of the Amended Interlocal Cooperation Agreement.
- 1.2 These Bylaws may be amended and shall continue in effect until amended as provided herein.
- 1.3 The Pool shall have all powers necessary or desirable to achieve the purposes of the Pool as set forth in the Agreement and these Bylaws.

### **ARTICLE 2. Definitions.**

As used in these Bylaws, the following terms shall have the meaning hereinafter set out:

- 2.1 **Agreement or Amended Agreement.** The Amended Interlocal Cooperation Agreement for Utah Counties Insurance Pool.
- 2.2 **Board of Trustees or Board.** The Board of Trustees of the Utah Counties Insurance Pool.
- 2.3 **Board Meeting.** A meeting of the Board of Trustees where a quorum is present and for which proper notice has been provided in accordance with Utah law.
- 2.4 **Bylaws or Amended Bylaws.** The Amended Bylaws of the Utah Counties Insurance Pool.
- 2.5 **Code.** The Utah Code, including Utah Code Ann. Titles 11, 63G and 31A, as amended from time to time.
- 2.6 **County or Counties.** One or more of the twenty-nine counties of the State of Utah.
- 2.7 **Chief Executive Officer.** The person designated by the Board of Trustees as Chief Executive Officer of the Utah Counties Insurance Pool.
- 2.8 **Member.** A county or county related entity that is a party to the Amended Interlocal Cooperation Agreement.
- 2.9 **Membership Meeting.** A meeting of the Members of the Utah Counties Insurance Pool where a quorum is present and for which proper notice has been provided in accordance with the Agreement and Bylaws.

- 2.10 **Officer or Officers.** The President, Vice-President, or Secretary-Treasurer elected in accordance with these Amended Bylaws.
- 2.11 **Pool.** Utah Counties Insurance Pool, an Interlocal entity.
- 2.12 **Representative.** The person designated pursuant to Article 4.5(b) to be a Member's official representative for the purposes of the Pool.
- 2.13 **Trustee.** A natural person elected or appointed in accordance with the Agreement to a Trustee position on the Board.

### **ARTICLE 3. Purpose.**

- 3.1 The Pool is formed, financed, organized, and shall operate in accordance with the Agreement and the provisions of these Bylaws.

### **ARTICLE 4. Members.**

- 4.1 Membership in the Pool is limited to Utah counties and county related entities that properly enter into the Agreement.
- 4.2 Counties and county related entities, including former Members, may be admitted to the Pool after its formation only upon approval of the Board and subject to the conditions set out in the Agreement, these Bylaws and such additional conditions as the Board may from time to time require.
- 4.3 Member counties may obtain coverage through UCIP for entities, other than Children's Justice Centers, affiliated with the Member county pursuant to the following:
- (a) With regard to entities such as special service districts and other political subdivisions, the Member county must have the following controls over the entity through the Member county's governing body:
    - i. The governing body of the Member county must approve and/or appoint 50% or more of the governing body of the entity; and
    - ii. The governing body of the Member county must appropriate 50% or more of the funding of the entity; and
    - iii. The governing body of the Member county must have the authority to hire and terminate the employees of the entity.
  - (b) With regard to special districts created for the purpose of passing through Mineral Lease Payments received by the State under the Mineral Lands Leasing Act (30 U.S.C., Section 191), and allocated to the county, individual counties that have created these special service districts may cover such districts through UCIP provided the following conditions are met:

- i. The purpose of the special service district is to serve as a financial conveyance of the aforementioned mineral lease payments; and
  - ii. Funds conveyed through the special service district are expenses of the special district and are made by an operating department of the Member county with oversight exercised by the Member county's governing body.
- (c) County health departments and multi-county health departments are eligible for coverage, either through the Member county or as a separate, nonvoting member, provided the organization of the health department is established under Title 26A of the Utah Code.
- (d) A Member county may obtain liability coverage for Children's Justice Center Local Advisory Board members who do not serve due to public office upon the following conditions:
  - i. The Children's Justice Center is established under Chapter 5b of Title 67 of the Utah Code; and
  - ii. The Member county is the contracting public agency under 67-5b-104(e) of the Utah Code; and
  - iii. The Children's Justice Center Local Advisory Board member does not serve due to public office as provided for in 67-5b-105(1)(b) through (e); and
  - iv. The Children's Justice Center Bylaws authorize the Member county to remove any Board member who does not serve due to public office as provided for in 67-5b-105(1)(b) through (e) at any time and for any reason; and
  - v. The Member county has provided UCIP a copy of the duly adopted bylaws with the language specified in subsection (d)(iv), and UCIP has acknowledged receipt of the bylaws.
- (e) Coverage through UCIP may be obtained for non-profit corporations (those exempt from taxation under Internal Revenue Code 26 U.S.C. 501), municipalities or other political subdivisions, that contract to provide services to the Member county, subject to the following criteria being met:
  - i. The contract is for the benefit of, and is executed under the authority of the Member county; and
  - ii. The Member county is legally authorized to provide the service, function or facility which is the subject matter of the contract; and
  - iii. The Member county is obligated by the contract to provide insurance coverage to the other party to the contract; and

- iv. A copy of the contract has been provided to the Pool.
- 4.4 Members shall be classified as one of the following member types:

- (a) Equity Member; and
- (b) Non-equity member.

Equity members shall be included in the calculation of equity as described in the Agreement and these Bylaws. Non-equity members shall not be included in calculations of, nor shall they have any ownership interest in, the member equity of the pool.

- 4.5 Members shall also be classified as either voting or non-voting members. Members which are counties shall be voting members. Members which are special service districts, health departments, Children's Justice Centers or non-profits as described under 4.3.e. shall be non-voting members.

- 4.6 Members shall meet at least once annually. A Membership Meeting may be called by the Board or President pursuant to a procedure to be established by the Board, or upon written request executed by at least 30 percent of the Members.

- (a) Notice of any Membership Meeting shall be mailed to each Member at least 15 days in advance.
- (b) The President, Vice President, or Secretary-Treasurer of the Board shall preside at the Membership Meeting or the President's designee if no other Officer is present at the meeting.
- (c) A majority of the Members shall constitute a quorum to do business.
- (d) Proxy voting shall not be allowed.
- (e) Each Member shall be entitled to one vote on each issue before the membership at any Membership Meeting, to be cast by its representative or alternative representative if the representative is unable to vote. The representative and alternative representative shall be designated by the Member in accordance with Article 4.5(b) of the Bylaws.
- (f) The location of Membership Meetings will be as determined from time to time by the Board.

- 4.7 Members shall have the obligation to:

- (a) Pay promptly all premiums and other payments to the Pool at such times and in such amounts as shall be established in accordance with these Bylaws. Premiums and other contributions are due on or before the first day of January of the applicable fund year. Members making payments, or portions thereof, postmarked after January 31<sup>st</sup> shall be charged interest calculated at 2% above the Federal Prime Rate.

- (b) Designate in writing a representative and one or more alternate representatives for the Membership Meetings. Each representative and alternate representative must be an elected or appointed officer or employee of a Member and must be appointed by majority vote of the governing body or by the county executive or county mayor of the Member to be the Member's official representative for the purposes of the Pool. An alternate representative may exercise all the powers of a representative during a Membership Meeting, in the absence of the representative.
- (c) Allow the Pool, its Chief Executive Officer, agents, contractors, employees and officers reasonable access to all facilities and records of the Member as required for the administration of the Pool and implementation of the Agreement, the Bylaws and policies of the Board.
- (d) Cooperate fully with the Pool's attorneys, its Chief Executive Officer, and any other agent, contractor, employee or officer of the Pool in activities relating to the purposes and powers of the Pool.
- (e) Provide information requested by the Pool, its Chief Executive Officer, and any other agent, contractor, employee or officer of the Pool, as reasonably required for the administration of the Pool.
- (f) Allow the Pool, and attorneys and others designated by the Pool, to represent the Member in the investigation, settlement and litigation of any claim within the scope of loss protection furnished by or through the Pool and also to deny coverage for any claims settled by a Member or for any monies paid by a Member toward claims without the prior written approval of the Pool.
- (g) Follow the claims, loss reduction and prevention, and risk management policies and procedures established by the Board.
- (h) Report to the Pool, in the form and within the time required by the Board, all incidents or occurrences that could reasonably be expected to result in a covered claim to the Pool under the coverage agreement issued to the Member.
- (i) Report to the Pool, in the form and within the time required by the Board, the addition of new programs, facilities and exposures or the significant reduction or expansion of existing programs and facilities covered under the coverage agreement issued to the Member.
- (j) Adopt and maintain the following policies:
  - i. Sexual Harassment Policy; and
  - ii. Personnel Policy, including Employee Safety Accountability; and
  - iii. High-Speed Pursuit Policy; and

- iv. Seat Belt Use Policy for all drivers of county vehicles; and
- v. County Vehicle Use Policy including annual MVR checks, completion of defensive driving course by each driver at least once every five years, and restricting use of county vehicles where necessary; and
- vi. A written policy restricting alcohol from being served at county owned facilities, including all facilities scheduled by the Member County and covered by UCIP, unless additional insurance has been obtained to cover the exposure created by selling and/or serving alcoholic products.

## **ARTICLE 5. Board of Trustees.**

### **5.1 The Board shall:**

- (a) Perform all duties required by Utah law, the Agreement, and these Bylaws.
- (b) Obtain and provide to Members at least annually an audit of the finances of the Pool performed by an independent certified public accountant.
- (c) Provide for at least quarterly financial statements to account for income, expenses, assets and liabilities of the Pool.
- (d) Provide at least annually for an actuarial review of the Pool.
- (e) Adopt a budget annually and report the budget to the Members.
- (f) Require that fidelity bonds or appropriate insurance, in an amount to be determined by the Board, be in effect for employees of the Pool, and every other person having access to moneys of the Pool.
- (g) Appoint an Audit Committee to review the financial statements, actuarial analysis, make recommendations to the Board on the financial affairs of the Pool, and make an annual report to the members regarding the financial affairs of the Pool.
- (h) Appoint a Nominating Committee to solicit nominations for available elected Trustees positions. Any elected official of a Member or any Trustee may nominate eligible persons to run for available elected Trustee positions. Nominations will be received at the Pool office no later than 30 days prior to the meeting at which the election is scheduled. The Pool will verify that each nominee is willing to serve if elected before forwarding the nominations to the Nominating Committee. The Nominating Committee shall review the nominations and select by a majority vote not more than three names to be placed on the ballot for each available elected Trustee position. A person may not be nominated and placed on the ballot for more than one available elected Trustee position. In the event that no nominations are received for one or more available elected Trustee positions, the President of the Board of Trustees can solicit nominations from the floor on the following conditions:
  - i. The nominee is eligible to serve as a Trustee in accordance with Sections 5.2 and 5.3 of the Agreement; and



- ii. The nominee, if present, expresses a willingness to serve, or, if not present, the Pool has verified that the nominee has expressed in writing a willingness to serve.
  - (i) Adopt and maintain an investment policy as an addendum to these bylaws to state the manner in which funds of the Pool may be invested.
  - (j) Adopt and maintain a Coverage Addendum as an addendum to these bylaws to state the manner in which Members will be indemnified from the assets of the Pool.
  - (k) Exercise their responsibility to the Pool and Member counties in the following way:
    - i. First, to the mission of the Pool, to maintain financial and managerial integrity, and to serve all counties fairly;
    - ii. Second, to express the needs and concerns of the counties that Board Member represents.
- 5.2 Members of the Board of Trustees will be reimbursed for reasonable and approved expenses incurred in attending Board meetings and in otherwise carrying out their responsibilities. UCIP will reimburse Trustees for in-state travel by private vehicle at the rate allowed by the Internal Revenue Service at the time of travel, as well as for lodging and meals at actual cost, within the guidelines for travel and expense reimbursement adopted by the State of Utah Department of Finance. For Trustees attending out-of-state conferences and business meetings as approved by the Board UCIP will pay directly the registration, airfare and lodging expenses for the dates of the conference or meeting and up to two travel days for Trustees arranging travel through the UCIP office. Trustees will be paid per diem for out-of-state meals and incidental expenses for each day of the training and travel day(s) pursuant to the rates published by the Office of Government Policy, General Services Administration. Trustees will also be compensated for necessary transportation expenses between the airport and lodging. Receipts for airfare, lodging and necessary transportation, paid by the Trustee, are required for reimbursement. A written statement by the Trustee will be required in place of a lost receipt. Reimbursement is made based on the least expensive reasonable method of travel. Expenses for spouses who accompany Trustees to UCIP meetings or to approved out-of-state training are the responsibility of the Trustee. UCIP will invoice Trustees for any spouse expenses paid by UCIP. However, there will be no charge for spouses attending business meals hosted by the Chief Executive Officer. Requests for reimbursement shall be submitted within 60 days of completion of a trip.

## **ARTICLE 6. Officers, Meetings, Procedures.**

- 6.1 The principal offices of the Board shall be: president, vice-president and secretary-treasurer. The principal offices shall be held by three separate natural persons. Officers shall be elected by and from among the Trustees, at the first Board meeting following each annual meeting of the Members. The Board shall establish the powers and duties of each officer, consistent with these Bylaws, and the Agreement. All Members of the Board shall have full voting rights. The president shall preside over meetings of the Board and of the Members and shall perform such other duties as may be prescribed from time to time by the Board and the Members. The vice-president shall exercise the powers of the president in the absence of the president, and the secretary-treasurer shall exercise the powers of the president in the absence



of the president and vice-president.

- 6.2 The Board shall fix the date, time and place of regular meetings that are scheduled in advance over the course of a year. Meetings may be called by the president, or by any five Members of the Board, by written notice mailed at least ten days in advance to all Trustees or by unanimously executed waiver of notice. Emergency meetings of the Board may be held to consider matters of an emergency or urgent nature, after an attempt has been made to notify all Board Members and a majority votes in the affirmative to hold the meeting. Notice, including public notice, of all meetings and the agenda shall comply with applicable laws of the State of Utah.
- 6.3 Seven Trustees shall constitute a quorum to do business. All actions of the Board shall require a quorum and a majority vote of the Trustees present, except where a different vote is required by these Bylaws.
- 6.4 The Board shall adopt such policies and procedures as it deems necessary or desirable for the conduct of its business.
- 6.5 Any or all Trustees may participate in any meeting of the Board by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence at the meeting.
- 6.6 The Board shall establish its own rules of order that are not in conflict with the laws of the State of Utah, the Agreement, and other specific provisions of these Bylaws.
- 6.7 A Trustee's position may be declared vacant by official action of the Board of Trustees when the Trustee has accumulated two consecutive unexcused absences at duly called meetings for which the Trustee has received notification. Excused absences will be granted only with advance notice received by the UCIP offices prior to the Board meeting and approved by formal action of the Board.

## **ARTICLE 7. Financing.**

- 7.1 All monies of the Pool, and earnings thereon, shall be held in the name of and for the use and benefit of the Pool.
- 7.2 The Board shall establish Member premiums pursuant to guidelines established by the Board from time to time.
- 7.3 Surplus of the Pool shall be attributable to the Members as equity. Equity in the Pool shall be used to satisfy the surplus requirements established by the Board and any applicable regulation, and next to repay any outstanding debentures after which refund of surplus to Members may be considered. Any refund of surplus moneys shall be consistent with policies adopted by the Board.
- 7.4 Investments of monies of the Pool shall be limited to those investments permitted by the State Money Management Act, Utah Code Ann. §51-7-1 et seq. (2002), as amended.

7.5 Member equities in UCIP shall be calculated as follows:

- (a) The ratio of each member's contributions to the total contributions shall be computed for each fund year.
- (b) The member's contribution ratio shall be multiplied by the total surplus, (less any borrowed surplus), attributable to a fund year as stated in the most recent monthly financial statement. A member's total equity will be the sum of the yearly amounts for each fund year for which that member was a participating member in UCIP.
- (c) In the event that the surplus amount is a negative number, a member's equity will be decreased using the same method of calculation as above.
- (d) In the event of a withdrawal or termination of membership, the withdrawn or terminated member shall lose and have no claim to any equity in UCIP. The equity formerly attributed to that member for each fund year shall be allocated to the remaining counties who were members during that fund year.
- (e) The Board of Trustees in its sole discretion shall determine if and when equity is distributed.

#### **ARTICLE 8. Withdrawal and Termination.**

8.1 Any Member may withdraw from a line of coverage, or terminate its membership in the Pool in accordance with the Agreement.

8.2 Lines of coverage consist of the following:

- (a) Property/Liability; and
- (b) Workers Compensation.

#### **ARTICLE 9. Involuntary Termination of Membership.**

9.1 The Board shall terminate a Member that fails to pay a contribution due the Pool within sixty days of the due date, unless time for payment is extended by the Board and payment is made within the extended period. A notice of failure to pay a premium due the Pool shall be mailed to the Member at least 30 days prior to the date of termination. Coverage and payment of claims shall terminate effective the first date for which the unpaid contribution was calculated for. If the unpaid contribution is additional contribution resulting from an audit, Coverage and payment of claims shall terminate effective on a date calculated on a pro-rata basis of the unpaid premium to the premium paid for the audit period. A termination of membership under this paragraph shall not be subject to the provisions of Article 9.2.

9.2 Any membership in the Pool may be terminated by the Board or by a three-fourths vote of the Members for failure of the Member to carry out any other obligation of the Member, subject to the following:

- (a) The Member shall receive written notice from the Board of the alleged failure and shall be given not less than 30 days in which to correct the alleged failure, along with

notice that termination of membership could result if the failure is not corrected.

- (b) The Member may request a hearing before the Members at a membership meeting prior to the termination. The request shall be made in writing to the Board at least ten business days before the end of the period given by the Board to correct the alleged failure. The Board shall present the case for termination of membership at the hearing and the affected Member may present its case. The affected Member shall not be counted in determining the number of votes required, nor shall the representative of such Member be entitled to vote on the termination.
- (c) If a request is not received pursuant to Article 9.2(b) of the Bylaws and if the failure is not corrected within the time required by the Board's notice, or any extension of such time as the Board may grant, the Board may terminate the membership. The Member may request a hearing before the Board on the proposed termination in lieu of a hearing before the Members. The request shall be made in writing and received by the Board at least five days before the end of the period given by the Board to correct the alleged failure, and shall be granted if so made.
- (d) The Board shall provide the Member at least ten days prior written notice of the time and place of any requested hearing, and the proposed termination of membership may not take effect until such time after the conclusion of any hearing as the Board or Members, as applicable, may set.

9.3 Termination of membership shall be in addition to any other remedy that may exist.

9.4 A Member shall lose all voting rights and any claim of title or interest to any asset of the Pool upon involuntary termination of its membership. The Coverage and payment of claims after the effective date of a Member's withdrawal or termination shall be consistent with the Agreement and these Bylaws.

#### **ARTICLE 10. Dissolution and Disposition of Property.**

- 10.1 The Pool may be dissolved by the Members as provided in the Agreement. In the event of voluntary dissolution of the Pool, the assets of the Pool not used or needed for the purposes of the Pool, including its contractual obligations, shall be distributed, as determined by the Board, only to Utah counties which are Members of the Pool at the time of dissolution. The Members of the Pool at the time the vote is held to dissolve the Pool shall continue to be considered Members of the Pool until the final disposition of property and dissolution of the Pool is complete.
- 10.2 Upon partial or complete dissolution of the Pool by the Members in accordance with the Agreement, the Trustees shall determine, consistent with these Bylaws, all other matters relating to the disposition of property and dissolution of the Pool by a two-thirds vote of all Trustees.
- 10.3 The Board shall serve as trustees for the disposition of property or funds, payment of obligations, dissolution and winding up of the affairs of the Pool. Any vacancy in the position of an elected Trustee after disposition of the Pool has begun may be filled by majority vote of the remaining Trustees until the next annual meeting of the Members, at which time the Members shall elect a person to fill the vacancy for the unexpired term.

## **ARTICLE 11. Liability of Board, Officers and Employees.**

- 11.1 It is the intent of the Pool to provide the broadest possible immunity from personal liability to each Trustee, officer, and employee of the Pool allowed by applicable laws of the State of Utah including, but not limited to, the Governmental Immunity Act, the Corporations Code and the Insurance Code, as amended from time to time. The Pool shall defend and indemnify the Trustees, officers and employees of the Pool against any and all expense, including attorney fees and liability expenses, sustained by them or any of them in connection with any suit or suits which may be brought against them involving or pertaining to any of their acts or duties to the fullest extent allowed by the laws of the State of Utah. The Pool shall purchase liability or other appropriate insurance providing coverage for the Trustees, officers and employees of the Pool. Nothing herein shall be deemed to prevent compromises of any litigation where the compromise is deemed advisable in order to prevent greater expense or cost in the defense or prosecution of such litigation.

## **ARTICLE 12. Arbitration.**

- 12.1 To the extent permitted by any applicable reinsurance or excess insurance, if the Board or its authorized representative and a Member disagree on whether a loss is covered through the Pool or on the amount of a covered loss, the Board or its authorized representative or the Member may request that the disagreement be submitted to binding arbitration as follows:
- (a) Unless otherwise agreed by the Board or its authorized representative and the Member, three persons shall be selected for the arbitration panel, one by the Board or its authorized representative, one by the Member, and one by the two so selected to act as umpire to decide the items upon which the other two disagree. If the two so selected fail for fifteen days to agree upon the umpire, the dispute of coverage shall be submitted to the American Arbitration Association for arbitration pursuant to their standard rules and regulations.
  - (b) The decision of the panel shall be binding on the Board or its authorized representative and the Member.
  - (c) The Pool shall pay the fees and expenses of the panelist selected by the Board or its authorized representative, the Member shall pay the fees and expenses of the panelist selected by it, and the fees and expenses of the umpire shall be shared equally by the Pool and the Member.

## **ARTICLE 13. General Provisions.**

- 13.1 The laws of Utah shall govern the interpretation and performance of these Bylaws.
- 13.2 In the event that any portion of these Bylaws is held invalid or unenforceable, such invalidity or unenforceability shall not affect other portions, and these Bylaws are expressly declared to be severable.

- 13.3 These Bylaws do not relieve any Member of any obligation or responsibility imposed upon it by law except to the extent that actual and timely performance thereof by the Pool satisfies such obligation or responsibility.
- 13.4 All moneys received by the Pool are public funds, including earned interest, derived from its Members, which are counties and county related entities within the State of Utah.
- 13.5 It is the intention of the Members that the Pool and any income of the Pool not be subject to taxation. The Board and the Members shall cooperate in such respects, including amending these Bylaws, as reasonably necessary to establish and maintain the non-taxable status of the Pool.
- 13.6 Except as permitted in these Bylaws, the Agreement and amendments thereto, neither the Board nor any other person or entity is authorized to incur liabilities or obligations or enter into contracts on behalf of the Members.
- 13.7 In the event of the payment of any loss by the Pool under this Agreement, the Pool shall be subrogated to the extent of such payments to all the rights of the Member against any other person or other entity legally responsible for damages for such loss, and in such event the Member agrees to render all reasonable assistance to effect recovery.

#### **ARTICLE 14. Conflict of Interest and Disclosure.**

- 14.1 Board Members and Chief Executive Officer shall not request, receive, or accept a gift or loan for themselves or another if:
  - (a) It tends to influence the Board Members or Chief Executive Officer in the discharge of his or her official acts as a Board Member or Chief Executive Officer; or
  - (b) She/he within two years has been involved in any official act directly affecting the donor or lender or knows that he/she will be involved in any official act directly affecting the donor or lender in connection with his or her membership on the Board or as the Chief Executive Officer.
- 14.2 The prohibition set forth in Section 1 above shall not apply to:
  - (a) An occasional nonpecuniary gift, insignificant in value; or
  - (b) An award publicly presented in recognition of public service; or
  - (c) A commercially reasonable loan made in the ordinary course of business by an institution authorized by the laws of the state to engage in the business of making loans; or
  - (d) A political campaign contribution, provided that such gift or loan is actually used in a political campaign and is subject to Utah law regarding such gift or loans.
- 14.3 Board Members shall disqualify themselves from participating in any official action of the Board that affects a business in which that Board Member has a financial interest as defined



in Sections 67-16-8 and 67-16-9 Utah Code Annotated 1953 as amended.

- 14.4 Board Members shall not acquire a financial interest at a time when they believe or have reason to believe that it will be directly affected by their official action on the Board.
- 14.5 Board Members and the Chief Executive Officer shall not use or divulge to any person confidential information acquired by virtue of their membership on, or participation with, the Board for their or another's private gain. Confidential information for the purpose of this paragraph shall be defined as all information disclosed or discussed in any meeting of the Board which is confidential under law, statute or practice and which is otherwise not available to the public.
- 14.6 The Chief Executive Officer of the Pool and each Board Member shall complete a disclosure form provided by the Pool at the first meeting of the Board during each fund year. That completed form shall affirm the person's awareness of this bylaw requirement and either state that no described conflicts exist, or make all required disclosures.
- 14.7 The information on the disclosures, except for the valuations attributed to the reported interests, shall be made available by the Secretary of the Board for inspection by any UCIP Member county representative. The valuation shall be confidential for all purposes except for proceedings for violation of the disclosure requirement of these bylaws.

#### **ARTICLE 15. Conflict of Interest of Defense Counsel.**

- 15.1 Attorneys listed on the UCIP Defense Attorney list shall not represent any plaintiff in any civil action in which any defendant is a UCIP Member.
- 15.2 Attorneys employed by, or associated with law firms listed on the UCIP Defense Attorney List shall not represent any party in a civil action adverse to any person or entity covered by UCIP.
- 15.3 Attorneys employed by, or associated with, law firms listed on the UCIP Defense Attorney List shall not represent any defendant in a criminal action prosecuted by the County Attorney's Office of any Member County.
- 15.4 Conflicts as described above may be waived only after full disclosure to, and written agreement of, the involved Member and UCIP.

Dated this 3 day of December, 2009.

By: Kay Blackwell

Print Name: Kay Blackwell

Title: President

#### **ATTEST:**

By: Steve P. Hill

Print Name: Steven C. Wall

Title: Secretary-Treasurer

Date: 3 December 2009



# Utah Counties Insurance Pool

## Endorsements

### Endorsement No. 21

#### EXCLUSION AND LIMITED COVERAGE FOR SECURITIES CLAIMS

This endorsement attaches to and forms part of Part III – General Coverage Exclusions, Part IV – General Definitions, Addendum No. UCIP-10.100

The effective date of this endorsement is January 1, 2011.

This endorsement modifies coverage provided under the following:

**PART III GENERAL COVERAGE EXCLUSIONS** is amended to include the following additional language:

- V. To any **Claims** arising in whole or in part out of any **Securities Claim**.
1. This exclusion applies whether or not the **Member** is alleged to have actually participated in events from which the “Securities Claim” arises.
  2. This exclusion applies to any claim that in any way involves any alleged wrongful act in connection with the activities encompassed within the definition of a “Securities Claim”, whether intentional, reckless, negligent, or in a circumstance in which the law imposes strict liability. In addition, the exclusion applies to any claim or suit arising out of such conduct, whether criminal, civil, state or federal, statutory or common law.

However a defense will be provided, up to a maximum of \$25,000 per occurrence per **Member**. The sub-limited amount applies to defense costs of the **Member** only and cannot be applied to pay a settlement, plaintiff’s costs or legal fees. **Claims** for injunctive relief appeals to District Court are not eligible for defense costs.

**PART IV GENERAL DEFINITIONS** is amended to include the following additional language:

“**Securities Claim**” means any “suit” or “claim” for “damages”, rescission or restitution, arising out of any actual or alleged violation of:

1. The Securities Act of 1933; or
2. The Securities Exchange Act of 1934; or

3. The Public Utilities Holding Act of 1935; or
4. The Trust Indenture Act of 1939; or
5. The Investment Company Act of 1940; or
6. The Investment Advisors Act of 1940; or
7. Any state Blue Sky Laws; or any rules, regulations or amendments issued in relation to such acts; or
8. Any common law claim arising out of or in any way concerning or related to:
  - a. The promotion, issuance, sale or solicitation for sale of securities, bonds, debentures, stocks, options, warrants, trusts, real estate, REIT, or any other investment of any kind by any **Member**; or
  - b. Recommendations, representations, or opinions concerning investment advice given by any **Member** or any person or organization referred to by any Member in connection with the performance or nonperformance of any securities, bonds, debentures, stocks, options, warrants, trusts, real estate, REIT, or any other investment of any kind; or
  - c. Any common law principles of liability, if made in connection with an actual or alleged violation of any law listed in 1-7 above.

“Securities Claim” includes claims arising out of the solicitation of, attempt to commit, or conspiracy to commit, any act described in the preceding paragraphs.

Subject otherwise to all terms, clauses and conditions of this Addendum.

## AFFIDAVIT OF STEVEN C. WALL

STATE OF UTAH                                 )  
  :SS  
COUNTY OF SALT LAKE                 )

Steven C. Wall, being duly sworn upon oath, deposes and says:

1. That the affiant has personal knowledge of the matters hereinafter referred to in this Affidavit.


2. That the Affiant, on or about the 15 day of October, 2010, presided over a meeting of the Utah Counties Insurance Pool Board of Trustees, an open and public meeting within the provisions of Chapter 4, Title 52, Utah Code Annotated, 1953, as amended.

3. That a quorum of the Utah Counties Insurance Pool Board of Trustees was present and at least two-thirds of the members present, voted to close the meeting pursuant to the provisions of Section 52-4-4, Utah Code Annotated, 1953, as amended, for the purpose of discussing the character, professional competence, or physical or mental health of an individual.

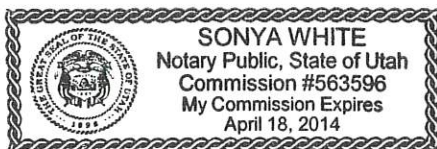
4. That the affiant was present throughout the meeting and, pursuant to the provisions of Section 52-4-7.5, the affiant does hereby affirm that the sole purpose for closing the meeting was to discuss the character, professional competence, or physical or mental health of an individual or individuals.

FURTHER, Affiant saith not.

DATED this 15 day of October, 2010.

  
STEVEN C. WALL, Secretary-Treasurer  
Utah Counties Insurance Pool

On the 15 day of October 2010, personally appeared before me Steven C. Wall, who, after being by me duly sworn, deposed and said that the information contained in the above and foregoing Affidavit is true and correct.



  
NOTARY PUBLIC

My Commission Expires: April 18, 2014



## 2011 UCIP Employee Benefits

<u>Type of Insurance</u>	<u>Coverage Amount</u>	<u>2010</u>	<u>2011</u>
Medical	Advantage 2	871.29	934.90
Dental	Preferred	76.32	80.14
Vision	Standard	10.56	11.40
Life Basic		12.50	1.56
AD&D Basic		1.25	0.00
		971.92	1028.00

### Guardian

	<u>Type of Insurance</u>	<u>Coverage Amount</u>	<u>Details</u>	<u>Premium</u>
	AD&D Additional	250,000	Family	\$13.25
	AD&D Basic	50,000		\$1.25
	Life Basic	50,000 5,000 2,500		\$12.50
	Life Child Additional	10,000		\$1.20
55	Life Insured Additional	250,000		\$90.50
50	Life Spouse Additional	210,000		\$53.13

### PEHP

	AD&D Additional	200,000		\$9.92
	AD&D Basic	50,000		\$2.48
	Life Basic	50,000 5,000 5,000		\$1.56
	Life Child Additional	5,000		\$0.52
55	Life Insured Additional	250,000		\$52.48
50	Life Spouse Additional	210,000		\$37.00





## Schedule at a Glance - Gov 10

### 2010 Governance & Leadership Conference

#### Sunday, October 17th

1:00 - 5:30 pm	Registration Opens in the foyer
1:30 - 5:30 pm	Introduction to Giving & Receiving Employee Feedback - Cumberland Ballroom E
6:30 - 8:00 pm	Opening Reception - Tennessee Ballroom - Lobby Level

#### Monday, October 18th

7:30 am	Registration and Reading Room Opens
8:00 - 9:00 am	Continental Breakfast
8:30 - 8:50 am	First Time Attendee Coffee with AGRiP Board
9:00 - 10:30 am	Opening General Session - Neal McCoy
10:45 - Noon	Navigating the New Workers' Compensation Playing Field
	Is an Unemployment Pool or Fund in Your Future? <i>White</i>
	Effective Board Communications <i>Wall</i>
Noon - 1:30 pm	Lunch
1:30 - 4:45 pm	Developing a Leadership Culture
4:45 pm	Open Evening

#### Tuesday, October 19th

7:30 am	Registration and Reading Room Opens
7:30 - 8:30 am	Breakfast
8:30 - 9:20 am	Discussion Groups by Lines of Coverage
9:30 - 10:30 am	Session Breakout - AG





## Johnnie Miller

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**From:** Harold Pumford [hpumford@agrip.org]  
**Sent:** Wednesday, October 13, 2010 11:07 AM  
**To:** John C. Layne; Russell Overman; Sharon Cornett; Tim Belanger; Donna Nichols; Scott Payne; John Schlice; Wayne A. Smith; Laura Soares; Stephanie Guettinger; Stephen Wilson; Scott Powers; Lori Curry  
**Cc:** A. Kevin Crawford; Marcus Beverly; Barbara Rhoades; Dori Brattain; Frank Stratton; Keith Alberts; NancyLee Kreutzman; Johnnie Miller; Joseph Zimmerman; Allen F. Hatten; David Archer; Linda Johnson; Denise Freeman  
**Subject:** FW: Invitation to Monday lunch with AGRIP Board

The AGRiP Board of Directors invites you to join them for lunch next Monday during the Governance and Leadership Conference in Nashville. Only one board member from each pool is invited.

The AGRiP board takes this occasion each year to seek input from pool board members as to how well AGRiP is meeting the needs of the pool, its board and staff. The board members are very interested in learning about your perceptions on a range of issues. No advance preparation is required.

This lunch will be at noon on Monday in the Jackson room on the first floor of the Doubletree Hotel. It will conclude before 1:30. Please REPLY to let me know if you WILL or WILL NOT be able to join the board for this occasion. Thanks. Harold

Harold Pumford, CEO  
Association of Governmental Risk Pools  
1023 N Jim Thorpe Blvd.  
PO Box J  
Prague, OK 74864  
(O) 405-567-2611  
(Mobile) 405-567-5388  
[www.agrip.org](http://www.agrip.org)

Wayne Smith

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**Johnnie Miller**

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**From:** Bill Tackett [btackett@agrip.org]  
**Sent:** Monday, October 11, 2010 2:06 PM  
**To:** Johnnie Miller  
**Cc:** 'Harold Pumford'  
**Subject:** AGRiP Nashville Governance Conference

Dear Johnnie

Our Tuesday General Session speaker, Jim Brown, CEO of Strive! will present the "Seven Disciplines of Governance Excellence" at the AGRiP Governance and Leadership Conference in Nashville. Each conferee will receive a copy of Jim's book, The Imperfect Board Member as a part of his presentation.

I am arranging a luncheon after his presentation with Mr. Brown for a limited number of conferees (due to space constraints). I would like to extend an invitation to one board member from your pool to attend this luncheon for an opportunity of extended discussion with Jim.

Since you know each of your board members well I am seeking your input as to whom to invite from your pool. If you believe your trustees will be otherwise involved during the Tuesday lunch period please let me know as well. Thank you for your assistance.

Bill

Bill Tackett, ARPM  
Director of Membership Services  
1023 N. Jim Thorpe  
P.O. Box J  
Prague OK 74864  
[btackett@agrip.org](mailto:btackett@agrip.org)  
[www.agrip.org](http://www.agrip.org)  
405-567-2611 phone  
405-567-3307 fax

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Version: 8.5.448 / Virus Database: 271.1.1/3183 - Release Date: 10/12/10 06:34:00

Entity: Utah Counties Insurance Pool  
Public Body: Board of Trustees  
Subject: Insurance  
Notice Title: Board of Trustees Meeting  
10980 S. Jordan Gateway

Meeting Location: South Jordan 84095

Notice Date & Time: October 15, 2010  
12:30 PM - 3:30 PM

Lunch Provided  
Call to Order  
ACTION  
Review/Excuse Board Members Absent  
Review/Approve September 23, 2010 Meeting Minutes  
Ratification and Approval of Payments and Credit Card Transactions  
Review/Approve Amended Bylaws: Nominating Process  
Review/Approve Amended Bylaws: Lines of Coverage  
Review/Approve Securities Exclusion Endorsement  
Set Date and Time for Closed Meeting  
to Discuss Character, Professional Competence, Physical/Mental Health of an Individual  
Action on Personnel Matters  
Set Date and Time for Closed Meeting  
to Discuss Pending or Reasonably Imminent Litigation  
Action on Litigation Matters  
INFORMATION  
Trustee Assignments for AGRIP  
Chief Executive Officer's Report  
Loss Control Manager's Report  
Other Business

Description/Agenda:

Notice of Special  
Accommodations:

In compliance with the Americans with Disabilities Act, individuals needing special accommodations (including auxiliary communicative aids and services) during this meeting should notify Sonya White at the Utah Counties Insurance Pool, PO Box 760, Midvale, UT 84047, or call 800-339-4070, at least three days prior to the meeting.

Notice of Electronic or  
telephone participation:

Any Member of the Utah Counties Insurance Pool Board of Trustees may participate telephonically.

Other information:

Contact Information

Sonya White  
801-565-8500  
[sonya@ucip.utah.gov](mailto:sonya@ucip.utah.gov)

Posted on: October 14, 2010 11:34 AM

Last edited on: October 14, 2010 11:34 AM

